

# **CALIFORNIA DEPARTMENT OF INSURANCE**

## **REDOMESTICATION OF ADMITTED INSURER BY STATUTE**

An admitted insurer that is redomesticating to California under the provisions of California Insurance Code ("CIC") Section 709.5, or to another state which has enacted a redomestication statute, must apply to amend its Certificate of Authority to reflect the new domiciliary state. Following is a list of the documentation, information, and fees to be filed to accomplish the amendment:

1. **Application/Fee**

The enclosed application form must be completed, executed, and notarized. The fee to amend the certificate of authority is \$103. [CIC § 705] If the redomestication involves relocating to or from California, the fee is an additional \$4,771. [CIC § 709.5(d)] (Other fees which may also be applicable are noted below.) The appropriate fee(s) must accompany the application.

2. **Declaration of Officer**

Provide a declaration by a senior executive officer of the company, given under penalty of perjury of the laws of California, setting forth full details of the redomestication [CIC § 709.5(c)], including:

- (a) the reason for redomesticating;
- (b) the intended or otherwise anticipated changes in the applicant's plan of operation and financial position, caused by or as a result of the redomestication;
- (c) the plans to inform existing policyholders and producers of the redomestication; and also,
- (d) if the redomestication is to California:
  - (1) the address in this state for the principal place of business;
  - (2) an explanation of the applicant's examination status, including whether any state or jurisdiction in which the applicant is transacting insurance is currently examining it, or whether notice of intent to examine has been received, and if so, the reason for the examination;
  - (3) the plans to comply with California Insurance Code Sections 1100 and 1104.9, the California Holding Company Act filing requirements (CIC §§ 1215.4, 1215.5; note also §§ 1215.1, 1104.2-8, and 1140.5), the California investment laws (CIC §§ 1170-1212, 1240-1241), and the California dividend law (CIC § 1152);

(4) the plans to surrender to the California Secretary of State the applicant's Certificate of Qualification as a foreign insurer (Cal. Corp. Code § 2112); and

(5) the plans to cancel the applicant's appointment of agent for service of process as a foreign admitted insurer (CIC § 1600).

3. **Other State Approval/Authority**

Provide a copy of the approval given by each state whose approval is necessary to accomplish the redomestication. The copy must show the date of filing or recording of the original and be certified by the state official which granted approval, or the state custodian of the original. If an approval is not yet available, indicate the status of the request, and the anticipated approval date. Additionally, provide citations to the enabling redomestication statutes from each state.

4. **Articles of Incorporation**

Provide a copy of the Articles of Incorporation which reflect the change in domicile, certified by the state custodian of the original, along with a fee of \$54 [CIC § 714]. (If the relocation is to California, provide a copy of the Articles proposed to be filed with the California Secretary of State.)

5. **By-Laws**

If the redomestication results in a change to the by-laws, provide a copy of the amended by-laws, certified by a corporate officer. If the by-laws are unchanged, please so state.

6. **Board Approval**

Provide a copy, certified by a corporate officer, of the board resolution which authorizes both the redomestication and the performance of all acts necessary to effectuate it.

7. **Return of Certificate of Authority**

Return the current Certificate of Authority for reissuance to reflect the new domicile.

8. **Agent for Service of Process**

If the applicant is a California domestic proposing to redomesticate to another state, the applicant must appoint a California resident to serve as an agent for service of process. [CIC §1600, et seq.] The appointment form may be obtained by writing to the Department at the address below.

9. **Name Change Application/Endorsement**

If a name change is involved, or if the applicant is redomesticating to California and has been operating in California under a d/b/a, a separate Application to Amend

Certificate of Authority to obtain approval of the new name must be filed. [CIC § 881] (The application may be obtained by writing to the Department at the address below.) A copy of the proposed name change endorsement should be filed with the redomestication application.

10. **Biographical/Organizational Affidavits**

If the redomestication is to California, or if the redomestication involves a change of ownership, provide an organizational affidavit along with biographical affidavits and fingerprint cards from applicant's officers, directors and key managerial personnel. Forms and fee information may be obtained by telephoning the CDI Corporate Affairs Bureau at (415) 538-4035.

# # #

Please note that California Corporations Code Sections 2105-06 require redomesticated foreign corporations to re-qualify. For information regarding requalification, contact the California Secretary of State at 1230 J Street, Sacramento, CA 95814, or (916) 445-0620. If no name change is involved, upon approval of the redomestication application by the Department of Insurance, the applicant will be provided with the name approval document it needs to re-qualify with the Secretary of State (or to file articles of incorporation if redomesticating to California).

If the redomestication is to be accomplished by a merger, California Insurance Code Section 1011(c) requires the filing of an Application for Approval of Merger Pursuant to Redomestication. If the surviving company is not an admitted insurer, the merger application must be accompanied by an Application for a Certificate of Authority. The form packets for both applications may be obtained by writing to the Department at the address below.

Enclosure: Application to Amend Certificate of Authority

RS 11/02 Doc. 0386f

**ADDRESS TO OBTAIN APPLICATION FORMS:**

Corporate Affairs Bureau  
Legal Division  
California Department of Insurance  
45 Fremont Street, 24th Floor  
San Francisco, CA 94105

## CHAPTER 1, PART 1, DIVISION 1 OF THE INSURANCE CODE OF THE STATE OF CALIFORNIA

100. Insurance in this State is divided into the following classes:

- |                |                               |                       |                          |
|----------------|-------------------------------|-----------------------|--------------------------|
| (1) Life       | (7) Plate Glass               | (13) Credit           | (19) Mortgage Guaranty   |
| (2) Fire       | (8) Liability                 | (14) Sprinkler        | (19.5) Insolvency        |
| (3) Marine     | (9) Workers' Compensation     | (15) Team and Vehicle | (19.6) Legal             |
| (4) Title      | (10) Common Carrier Liability | (16) Automobile       | (20) Miscellaneous       |
| (5) Surety     | (11) Boiler and Machinery     | (17) Mortgage         | (24) Financial Guaranty. |
| (6) Disability | (12) Burglary                 | (18) Aircraft         |                          |

101. Life insurance includes insurance upon the lives of persons or appertaining thereto, and the granting, purchasing or disposing of annuities.

102. Fire insurance includes:

- (a) Insurance against loss by fire, lighting, windstorm, tornado, or earthquake.
- (b) Insurance against loss of, or destruction of, or damage to, any of the following property, when such insurance includes loss thereof by fire and excludes coverage of property while in the custody of, or possession of, or being transported by, any carrier for hire or in the mail:
  - (1) Accounts, books, maps, manuscripts, indexes and other valuable papers, documents and records incidental to the business or profession or activity in which the insured is engaged, resulting from any cause, but excluding any article constituting stock in trade or used as a sample or sold or held for sale.
  - (2) Moneys, stamps, coins, bullion, securities, notes, drafts, acceptances or instruments of like kind or character, resulting from any cause, except:
    - (i) Forgery; or
    - (ii) Any dishonest, fraudulent or criminal act of any officer, employee, partner, director, trustee or authorized representative of the insured.
- (c) Insurance by means of an all-risk policy of the type commonly known as the "Personal Property Floater" against any and all kinds of loss of or damage to, or loss of use of, any personal property other than merchandise.

The provisions of Section 2070 shall not apply to insurance written pursuant to subdivisions (b) or (c).

103. Marine insurance includes insurance against any and all kinds of loss of or damage to:

- (a) Vessels, craft, aircraft, cars, automobiles and vehicles of every kind (excluding aircraft and automobiles operating under their own power or while in storage not incidental to transportation), as well as all goods, freights, cargoes, merchandise, effects, disbursements, profits, money, bullion, securities, choses in actions, evidences of debt, valuable papers, bottomry and respondentia interests and all other kinds of property, and interests therein, in respect to, appertaining to, or in connection with, any and all risks or perils of navigation, transit, or transportation, including war risks, on or under any seas or other waters, on land or in the air, or while being assembled, packed, crated, baled, compressed or similarly prepared for shipment or while awaiting the same or during any delays, storage, transshipment, or reshipment incident thereto including marine builder's risks, and all personal property floater risks.
- (b) Person or to property in connection with the construction, repair, maintenance or use of the subject matter of such insurance (but not including life insurance or surety bonds); but, except as herein specified, shall not mean insurances against loss by reason of bodily injury to the person.
- (c) Precious stones, jewels, jewelry, gold, silver and other precious metals, whether used in business or trade or otherwise, and whether the same be in course of transportation or otherwise.

105. Surety insurance includes:

- (1) The guaranteeing of behavior of persons and the guaranteeing of performance of contracts (including executing or guaranteeing bonds and undertakings required or permitted in all actions or proceedings or by law allowed), other than insurance policies and other than for payments secured by liens of mortgages.
- (2) Insurance against loss resulting from the forgery or alteration of any instrument of any kind or character or of any signature thereon. Nothing in this paragraph shall be deemed to limit any of the powers of title insurers.
- (3) Any of the following insurance when included as a part of a contract containing any such guarantee of behavior or performance or in a contract indemnifying any bank, banker, broker, financial or moneyed corporation or association, any State, political subdivision, public or municipal corporation, or any officer of any State, political subdivision, public or municipal corporation: Insurance indemnifying the insured named therein against loss or destruction from any cause of any evidences of debt of any kind or character, evidences of ownership of any kind or character, deeds, mortgages, warehouse receipts, bills of lading, certificates of stock, bonds, notes, drafts, checks, instruments of similar character, stamps, documents, money, precious metals of any kind or character, refined or unrefined, and articles made therefrom, jewelry, watches, necklaces, bracelets, gems and precious and semiprecious stones, and also against loss or damage, except by fire, to the insured's premises, furnishings, fixtures, equipment, safes and vaults therein caused by burglary, robbery, holdup, theft or larceny, or attempt thereat. No such insurance indemnifying against loss of any property specified herein shall indemnify against loss of any such property occurring while in the mail or in the exclusive custody or possession of a common carrier for the purpose of transportation, except for the purpose of transportation by an armored motor vehicle.

106. Disability insurance includes insurance appertaining to injury, disablement or death resulting to the insured from accidents, and appertaining to disablements resulting to the insured for sickness.

107. Plate glass insurance includes insurance against breakage of glass.

108. Liability insurance includes:

- (a) Insurance against loss resulting from liability for injury, fatal or non-fatal, suffered by any natural person, or resulting from liability for damage to property, or property interests of others but does not include workmen's compensation, common carrier liability, boiler and machinery, or team and vehicle insurance.
- (b)
  - (1) With respect to operations or property covered by a policy of liability insurance as defined in subdivision (a), insurance of medical, hospital, surgical and funeral loss or expense of the insured or other persons injured, and in the case of an automobile liability policy, disability benefits to the insured or other persons injured and, in the event of their death, funeral and accidental death benefits to their dependents, beneficiaries or personal representatives, irrespective of legal liability of the insured, when issued with or supplemental to the insurance defined in subdivision (a);
  - (2) When issued with or supplemental to the insurance defined in subdivision (a), disability insurance covering the insured and members of his household, or other persons who customarily operate any automobile covered by such a policy and who are named in such policy; and such disability insurance may cover against accidental injury, death or dismemberment caused by any or all hazards as defined in such coverage;
- (c) Insurance covering injuries sustained by an insured resulting from a tort committed by a third party against which such third party is not himself covered by liability insurance;

(d) The provisions of this code relating to disability insurance do not apply to insurance defined in this section.

109. Workers' compensation insurance includes insurance against loss from liability imposed by law upon employers to compensate employees and their dependents for injury sustained by the employees arising out of, and in the course of, the employment, irrespective of negligence or of the fault of either party.

110. Common carrier liability insurance includes insurance against loss resulting from liability of a common carrier for accident or injury, fatal or non-fatal, to any person but does not include liability or workmen's compensation insurance.

111. Boiler and machinery insurance includes insurance against loss of property and liability for damage to persons or property from explosion of, or accident to, boilers, tanks, pipes, pressure vessels, engines, wheels, electrical machinery, or apparatus connected therewith or operating thereby.

112. Burglary insurance includes:

(a) Insurance against loss by burglary or theft or both.

(b) Insurance against loss of, or destruction of, or damage to, any of the following property, resulting from any cause, when such insurance includes loss thereof by burglary or theft, or both, and excludes coverage of property while in the custody of, or possession of, or being transported by, any carrier for hire or in the mail: Moneys, stamps, coins, bullion, securities, notes, drafts, acceptances or instruments of like kind or character, accounts, books, maps, manuscripts, indexes and other valuable papers, documents and records incidental to the business or profession or activity in which the insured is engaged.

(c) Insurance by means of an all-risk policy of the type commonly known as the "Personal Property Floater" against any and all kinds of loss of or damage to, or loss of use of, any personal property other than merchandise.

113. Credit insurance includes insurance of persons engaged in business against loss by reason of extending credit to those dealing with them, and insurance against loss from the failure of persons to meet existing or contemplated obligations to the insured.

114. Sprinkler insurance includes insurance against loss through damage by water to goods or premises arising from the breakage or leakage of sprinklers, pumps, or other apparatus placed for extinguishing fires, or loss arising from the breakage or leakage of water pipes, or through accidental injury to such sprinklers, pumps, or other apparatus.

115. Team and vehicle insurance includes insurance against loss through damage, or legal liability for damage, to property caused by the use of teams or vehicles other than ships, boats or railroad rolling stock, whether by accident or collision or by explosion of engine, tank, boiler, pipe or tire of the vehicle, and insurance against theft of the whole or part of such vehicle.

116. Automobile insurance includes insurance of automobile owners, users, dealers, or others having insurable interests therein, against hazards incident to ownership, maintenance, operation and use of automobiles, other than loss resulting from accident or physical injury, fatal or non-fatal, to, or death of, any natural person.

(Summary only: Automobile mechanical warranties declared to be insurance business and defined as automobile insurance.)

118. Aircraft insurance includes insurance of aircraft owners, users, dealers or others having insurable interests therein, against loss through hazards incident to ownership, maintenance, operation and use of aircraft, other than against loss resulting from accident or physical injury, fatal or non-fatal, to any natural person.

120. Miscellaneous insurance includes insurance against loss from damage done, directly or indirectly, by lightning, windstorm, tornado, earthquake or insurance under an open policy indemnifying the producer of any motion picture, television, theatrical, sport, or similar production, event, or exhibition against loss by reason of the interruption, postponement, or cancellation of such production, event, or exhibition due to death, accidental injury, or sickness preventing performers, directors or other principals from commencing or continuing their respective performance duties; and any insurance not included in any of the foregoing classes, and which is a proper subject of insurance.

121. Except as otherwise stated, the enumeration in this chapter of the kinds of insurance in a particular class does not limit any such kind to anyone of such particular classes, inasmuch as the classification of similar insurance may vary with the subject matter, risk, and connected insurances; but the fact that similar kinds of insurance occur in different classes does not extend or change the scope of any such class.

122. (a) An insurer admitted for all the classes of insurance defined in Sections 102, 107, 108, 112 and 120 is authorized, in addition to the underwriting powers granted by such classes, to include any and all insurance described in paragraph (b) in a policy which contains fire coverage written on a form complying with either Section 2070 or Section 2071 and which provides insurance covering only noncommercial risks covering either residence properties (not more extensive than a four-family dwelling) and appurtenances, or the contents thereof other than merchandise, or both.

(b) Such insurance is any or all insurance against all risks of physical loss of, damage to, or personal liability (except workmen's compensation) for injury to person or damage to property incident to, any or all of the following:

(1) The location described and property covered by the fire insurance policy as described in subdivision (a);

(2) Personal effects;

(3) Boats not over 16 feet in length (including furnishings, equipment, outboard motors, and trailers), provided the physical loss or damage coverage does not exceed five hundred dollars (\$500);

(4) Personal property intended primarily for residential or recreational use (excluding boats except as provided above);

(5) Farm implements or self-propelled vehicles, excluding automobiles and aircraft; and,

(6) Horses, including accouterments and vehicles or implements to be drawn thereby.

123. An insurer admitted to transact liability insurance may extend such insurance on noncommercial or farm risks to include insurance of the legal liability of the insured for damage to property caused by use of "teams" or "vehicles" as the meaning thereof is limited by Section 115.

*Definitions of Title, Mortgage, Mortgage Guaranty, Insolvency, Legal and Financial Guaranty Insurance omitted.*

# APPLICATION FOR CERTIFICATE OF AUTHORITY

## AMENDED

### *To The Insurance Commissioner of the State of California:*

The undersigned Insurer hereby surrenders its current Certificate of Authority for endorsement that it has been superseded by Amended Certificate of Authority, and for return so endorsed upon issuance of it of an Amended Certificate of Authority, and hereby applies to amend its current Certificate of Authority to effect the change hereinafter indicated and explained below, to wit:

(Check item or items describing amendment desired)

- ☐ 1. Add thereto the classes of insurance hereinafter named;
- ☐ 2. Delete therefrom the classes of insurance hereinafter named;
- ☐ 3. Name change from current name on California Certificate of Authority to new approved name;
- ☐ 4. Other--as hereinafter explained.

(if to add or delete classes of insurance, designate classes by name as defined in the sections of the Insurance Code printed on the back hereof)

and certifies that it does not transact in any jurisdiction, if not an alien Insurer, or in the United States if an alien insurer, any class of insurance other than the class or classes which were reported in its Annual Statement last filed with said Insurance Commissioner and those for which application is made herein, except as follows:

(Name classes of insurance as defined in the sections of the Insurance Code printed on the back hereof--if none, write "none")

and further certifies that it has corporate powers to transact all the classes of insurance which it will be authorized to transact should the Amended Certificate of Authority hereby applied for be issued; that it has complied and will comply with all of the present and future laws of such State regarding the governmental control of it by said State, is not in arrears to said State or to any county or city therein for fees, licenses, taxes, assessments, fines or penalties accrued on business transacted in said State, and has fully complied with all the requirements and done all the matters and things necessary to entitle it to receive such Amended Certificate of Authority.

Dated \_\_\_\_\_

(Give full and exact name of insurer)

[Seal]

By \_\_\_\_\_

State of \_\_\_\_\_

Title \_\_\_\_\_

County of \_\_\_\_\_ }

SS.

\_\_\_\_\_, being duly sworn, deposes and says;

That he is the \_\_\_\_\_ of the Insurer making the foregoing application for Amended Certificate of Authority and that all the statements contained in said application are true.

Subscribed and sworn to before me this \_\_\_\_\_ day \_\_\_\_\_

(Signature of Insurer's Officer who signed foregoing application)

of \_\_\_\_\_, 20\_\_\_\_

Notary Public

FEE: \$103.00

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